Management Board minutes
4 February 2019

Members and other attendees present

Paul Arnold	Deputy Chief Executive Officer (Executive Director – Corporate Strategy and Planning)
Ailsa Beaton	Non-executive Director
David Cooke	Non-executive Director
James Dipple-Johnstone	Deputy Commissioner (Executive Director – Operations)
Elizabeth Denham	Information Commissioner (Chair)
Jane McCall	Non-executive Director
Nicola Wood	Non-executive Director
Steve Wood	Deputy Commissioner (Executive Director – Strategic Policy)
Chris Braithwaite	Senior Corporate Governance Manager (secretariat)
Caroline Robinson	Corporate Governance Officer (secretariat)

1. Introductions and apologies

1.1. Apologies were received from Simon McDougall, who was unable to attend the meeting.

2. Declaration of interests

2.1. Paul Arnold, James Dipple-Johnstone, Steve Wood, Chris Braithwaite and Caroline Robinson declared an interest in item 5.1 relating to the ICO Pay Policy, as members of staff.

3. Matters arising from the previous meeting

3.1. The minutes of the previous meeting were confirmed as an accurate record.

3.2. Steve Wood provided an update on the outstanding action regarding stakeholder management, explaining that the ICO had commissioned a pilot of a new relationship management approach. A report on this approach would be

provided to Management Board following completion of the pilot.

3.3. Chris Braithwaite confirmed that he would email Non-executive Directors and Independent Members later that week for a quarterly return on gifts and hospitality they had received.

Action: Chris Braithwaite to email Non-executive Directors and Independent Members for a quarterly return on gifts and hospitality received.

3.4. Paul Arnold explained that the report requested by the Audit Committee regarding governance structures was in relation to the ICO's internal corporate governance structures and processes. This report could also be provided to Management Board.

4. Commissioner's introduction

4.1. The Commissioner highlighted issues of importance for the ICO not covered elsewhere in the agenda. In particular, she highlighted the international work which had taken place in the last quarter and the further international work which was planned for the next quarter. This work had allowed the ICO to build strong international relationships, which would help to improve information rights for UK citizens in the future.

4.2. The Commissioner also updated the Board on the publication of the ICO's draft Freedom of Information strategy, titled "Openness by Design". To support the strategy, the Commissioner had laid a report before Parliament on 28 January ("Outsourcing Oversight? The case for reforming access to information law"). The ICO had received positive responses to the proposals in the strategy and report.

4.3. The Commissioner provided the Board with an update on the significant work which was ongoing in relation to online harms regulation, advertising technology ("adtech"), and data ethics and artificial intelligence.

5. Discussion items

Pay Policy

5.1. Paul Arnold provided the Board with information regarding the development of a pay progression system and subsequent update of the ICO's Pay Policy. Negotiations with the recognised trade unions had now been completed. The process of supporting staff and managers through the

implementation of the pay progression system would begin during February. The Policy applied equally to all staff, regardless of their pay grade.

5.2. The Commissioner and the Board thanked Paul Arnold for the significant work which had been involved in the development of the pay progression system. The Board agreed that the pay progression system would have significant benefits to the organisation in the short- and long-term.

5.3. The Board agreed that the Remuneration Advisory Panel's terms of reference should be updated to state that the Panel should have regard to the Pay Policy.

Action: Paul Arnold to update the Remuneration Advisory Panel's terms of reference to state that the Panel should have regard to the Pay Policy.

EU Withdrawal Planning

5.4. Steve Wood provided an update regarding the work of the ICO to prepare for the UK's withdrawal from the EU. The work continued to be overseen by the EU Withdrawal Planning Group, reporting to the Executive Team. The ICO had published "no deal" guidance for UK businesses before Christmas, which included a standard contractual clauses tool to assist small businesses with international data flows. Contingency plans had been developed to deal with any increase in demand from customers in the run-up to the EU exit.

5.5. At an EU level, the ICO had continued to work closely with the European Data Protection Board. This work sought to ensure that appropriate arrangements would be in place to maintain information rights in the UK and Europe, following the UK's exit from the EU.

6. Risk and opportunity management

6.1. Paul Arnold introduced the risk and opportunity register.

6.2. The Board discussed risk R3 ("ICO fails to have the organisational capacity to respond to current demand for our public services"), which was currently rated as 16 (red). Given the amount of work had been completed to increase capacity through improved productivity, along with the contingency plans which were in place in the event of additional demand, the Board commented that the score of this risk might be reduced. However, the Board also noted the potential for a significant increase in demand in the run-up to the EU exit, as discussed earlier.

Action: Paul Arnold to consider whether the score of risk R3 can be reduced.

6.3. Jane McCall reported that at its last meeting the Audit Committee had received a report which set out the implications for the ICO of increased demand for its services.

7. Quarter 3 performance against the Information Rights Strategic Plan and the Resource and Infrastructure Strategic Plan

Performance against Information Rights Strategic Plan

7.1. The quarter three report on performance against the Information Rights Strategic Plan was presented for information and discussion.

7.2. The Board was informed that the Data Protection Complaints Directorate was now closing roughly as many cases as it received each month. This had been achieved through increased productivity, temporary redeployment of staff to the Directorate during the last quarter (redeployed staff had now returned to their Directorates) and employment of new staff. The Freedom of Information Complaints Directorate had also seen a significant increase in caseload, but was keeping pace with this.

7.3. While caseload had increased, quality measures demonstrated that work continued to be delivered to a high standard. The Board requested that they be provided with further information regarding quality measures of the ICO's customer service functions. This could also include further information about the "Service Framework" transformation project, which was currently being progressed.

Action: James Dipple-Johnstone and Paul Arnold to provide the Board with a report setting out information of the quality measures for the ICO's customer service functions and the "service framework" transformation project.

7.4. The Board discussed updates on ongoing investigations and the development of statutory codes of practice.

Performance against Resource and Infrastructure Strategic Plan

7.5. The quarter 3 report on performance against the Resource and Infrastructure Strategic Plan was presented for information and discussion.

7.6. The Board discussed the ongoing growth of the ICO, both in terms of staffing and infrastructure requirements, particularly in relation to plans for the 2019/20 financial year. The Board discussed the balance between increasing the size

the ICO's workforce and the physical and technical infrastructure needed to ensure people were able to work effectively and productively.

7.7. The Board also commented it was important that sufficient delegations were in place to ensure staff could be efficient, and that staff were aware of the extent of delegations and accountability. Paul Arnold explained that a scheme of delegation was currently being developed to ensure that all of the Commissioner's delegations to staff were collected in a single, user-friendly document.

7.8. Paul Arnold provided the Board with an update regarding the new methods which Executive Team was using to communicate with the whole organisation, including virtual town hall sessions. The Board welcomed this initiative, as communicating effectively across all levels of the business was a significant challenge for larger organisations.

7.9. The Board discussed the need to ensure that all data controllers required to pay the Data Protection fee did so. This would ensure that the cost of data protection regulation was shared more equitably. This would also increase the likelihood of the Fee being reduced in the future. Paul Arnold provided an update on the work of the ICO in this area. This included the issuing of monetary penalties for non-payment of fees and rolling communication campaigns promoting the need to pay the Fee across all sectors.

8. Management accounts

8.1. The quarter three financial report was presented for information.

9. Any other business

Commissioner's New Year's Honour

9.1. The Board congratulated the Commissioner on being awarded the CBE in the New Year's Honours.

Mental Health First Aiders

9.2. Nicola Wood asked whether the ICO had considered providing mental health first aiders. Paul Arnold explained that this was being considered as part of the ICO's Wellbeing Strategy.

Behaviour complaint

9.3. The Commissioner explained that she had met with the Non-executive Directors prior to the Board meeting, to discuss an anonymous behaviour complaint which had been

received by Ailsa Beaton, as Chair of the Audit Committee. The Commissioner explained that the specific allegations within the complaint had been investigated. These allegations had not been substantiated.

9.4. The Non-executive Directors confirmed that, at the meeting with the Commissioner, agreement had been reached that the complaint had been properly dealt with and that no further action was required.